PROFFER STATEMENT DATED MAY 22, 2001 FOR REZONING ZM-57-01

CONDITIONS VOLUNTARILY PROFFERED FOR THE RECLASSIFICATION OF PROPERTY IDENTIFIED AS LOT 36, VICTORY INDUSTRIAL PARK YORK COUNTY, VIRGINIA.

The undersigned hereby voluntarily proffers that the development of the property identified above and owned by the undersigned, proposed for reclassification under this application, shall be in strict accordance with the conditions set forth below:

- 1. All building facades facing Goodwin Neck Road or Freedom Boulevard shall be of brick, architectural block or residential siding.
- 2. All bay doors and loading areas shall be oriented away from Goodwin Neck Road.
- 3. All outside storage areas shall be screened from Goodwin Neck Road by building(s), fencing, landscaping or a combination thereof.

R.B. Forrest Contractors, Inc.

Name: R. BRANCOW FORREST SR

Title: PRESIDENTDate: S/23/01